AMAZING FANTASY

STARRING

SPIDER-MAN®

#17

MARVEL COMICS

It all began in AMAZING FANTASY #15, as a teenage boy gained amazing powers and learned a hard lesson about sacrifice and heroism. And it continued in AMAZING SPIDER-MAN #1, as that young man embarked on an uninterrupted string of adventures that would make him one of the most famous super heroes in the world.

Now, at long last, we reveal what happened between those two landmark issues — how that frightened young boy took his first steps into a world of the fantastic and the bizarre, found his rightful place in it and became the hero we know so well...

STAN LEE Proudly Presents

AMAZING FANTASY #17

"AMAZING ADVENTURES"

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Once, we were all FRIENDS --

HAPPY BIRTH-DAY, DEAR PETEY, HAPPY BIRTHDAY TO YOUUUUU!

-- Liz, Charlie, Tiny, Sally, Seymour, Jason, ALL of us.

We were just kids, but we were a GROUP. We BELONGED.

YOUR MOVE, CHARLIE!

I'M THINKING, I'M *THINKING!*

I suppose we were drifting apart even in JUNIOR HIGH. We had different interests, and we didn't DO so much together --

HEY, PETE! YOU COMING TO THE *DANCE?*

I'VE GOT TO *STUDY* -- I'LL SEE YOU LATER...

-- but I was still ONE of them.

Or at least -- I was until HIGH SCHOOL. And FLASH THOMPSON.

-- SO WE'LL *ALL* GO TO THE GAME -- THE *WHOLE GANG!*

IT'LL BE *GREAT!*

Flash was LOUD and FUNNY and ENERGETIC, and was always the center of ATTENTION --

-- but even though he was a neighborhood kid, he'd gone to a different JUNIOR HIGH --

-- and the way things had been in the seventh grade didn't MATTER to him.

GET LOST, BOOKWORM!

I wasn't part of HIS group --

GIVE OUR REGARDS TO THE ATOM-SMASHERS, PETER!

-- and HIS group was what it BECAME.

I still thought of them as my FRIENDS, but more and more -- it didn't seem like they thought of ME that way.

It seems like so LONG AGO that I realized I was kidding myself --

AAAA

-- just before I became the amazing SPIDER-MAN!

--I'VE GOT YOU!

AAAAA--

H-Huh?

THWIP

AND FOR MY *NEXT* TRICK, I'LL MAKE HUNDREDS OF POUNDS OF STEEL *LEVITATE!*

MIND YOU --

-- THERE ARE STRINGS ATTACHED!

TWANG

As I lower the guy down, my HEAD tingles with that sensation that I'm coming to think of as my SPIDER-SENSE --

-- but when I get a chance to look around --

-- there's nothing THERE.

THERE YOU GO, MISTER.

I'LL NEVER FORGET THIS, SPIDER-MAN --

HE -- HE CAUGHT IT!

The construction workers and onlookers gather around -- they want to shake my hand, they want AUTOGRAPHS --

-- YOU SAVED MY LIFE! I CAN'T FIGURE OUT HOW THAT CRANE LET GO, UNLESS SOMEONE TAMPERED WITH THE BOLTS --

-- AND WHO COULD REACH THE BOLTS AT THE TOP OF A SIXTY-FOOT CRANE?

-- but that's not what I'm DOING this for.

I swing off, and they call after me, but I don't LISTEN.

It's not until I'm a couple of blocks AWAY that I hear another call -- a FAMILIAR VOICE --

SPIDER-MAN!

HEY, SPIDEY, WAIT UP!

DON'T SWING AWAY FROM MILLIONS -- FROM BEIN' ONE OF THE RICHEST GUYS IN THE COUNTRY--!

MAXIE SHIFFMAN.

IN THE *FLESH*, SPIDER-GUY! YOUR EVER-LOVIN' *AGENT!*

I'VE BEEN HUNTIN' ALL OVER *TOWN*, KID! WE GOTTA *TALK!*

WE HAD A *GOOD THING* GOING -- I GOT YOU ON TV, IN THE PAPERS -- YOU WERE SET TO HIT IT *BIG!*

BUT YOU DISAPPEARED -- A GREAT *CONCEPT*, BY THE WAY, REAL *MYSTERIOSO* TOUCH -- AND NOW YOU'RE *HUGE!*

YOU'VE BEEN SAVIN' LIVES, STOPPIN' MUGGINGS, AN' THE PUBLIC *LOVES* IT! THEY WANT TO KNOW MORE ABOUT YOU -- AND THEY WANT TO KNOW *BAD!*

YOU CAN NAME YOUR PRICE -- ANY TV SHOW YOU *WANT*, MAGAZINE COVERS, MOVIES, *ANYTHING!*

JUST LET ME *HANDLE* IT, AND WE'RE BOTH IN *CLOVER!* WHADDYA SAY?

SORRY, MAXIE. THAT'S NOT WHAT I WANT TO *DO.*

I JUST WANT TO LIVE UP TO MY *RESPONSIBILITIES*, THAT'S ALL.

"RESPONSI-BILITIES," Huh?

WHAT KIND OF NUTTY TALK IS *THAT*, KID? YOU COULD BE *RICH!*

HEY! HEY, SPIDEY, *WAIT!*

Maxie doesn't UNDERSTAND.

He doesn't know how chasing after SHOWBIZ SUCCESS as Spider-Man is what made me ignore a burglar I could have STOPPED --

-- a burglar who later MURDERED my Uncle Ben.

Because I could have done something, but DIDN'T, the man who was like a father to me is DEAD --

-- and I'll NEVER make the same mistake again.

I may not be a SUPER HERO, like the Fantastic Four or that Thor guy -- but as long as my spider-powers can HELP people --

-- I owe it to them -- and to MYSELF -- to do what I can.

THERE HE GOES...

...WHAT SHOULD WE DO ABOUT HIS ***INTERFERENCE,*** SIR?

NOTHING. OUR POINT HAS BEEN ***MADE*** --

-- AND SPIDER-MAN'S RESCUE OF THE ***ENDANGERED WORKER*** DOES NOT BLUNT THE ***POWER*** OF THE MESSAGE.

I WANT AN ***OWNERSHIP STAKE*** IN BOTH THE CONSTRUCTION COMPANY AND THE MANAGEMENT FIRM THAT ARE ERECTING THE ***BUILDING*** --

-- AND WHETHER THEY WANT TO COOPERATE OR NOT, I WILL ***GET*** IT.

WE'LL HAVE TO KEEP UP THE ***PRESSURE*** -- WHAT IF SPIDER-MAN INTERFERES ***AGAIN?***

I DOUBT IT WILL ***COME*** TO THAT.

BUT WE HAVE AN ***AGENT*** WE CAN USE AGAINST HIM --

"-- SHOULD IT BECOME **NECESSARY.**"

INCREDIBLE PROOF OF A **SCIENTIFIC PHENOMENON,** CAPTURED BY NEWS CAMERAS FOR **ALL** TO SEE!

STORIES OF **MUTANTS** -- HUMANS BORN WITH FANTASTIC **EXTRA ABILITIES** DUE TO A TRICK OF GENETICS -- HAVE BEEN TOLD FOR **YEARS** --

-- BUT HERE, YOU SEE **INDISPUTABLE EVIDENCE** -- A YOUNG MAN DESTROYING A FALLING CRATE --

-- WITH SOME SORT OF **ENERGY RAY** FROM HIS **EYES!**

AND HERE, YOU SEE THE REACTION OF THE **CROWD** TO THE DISCOVERY THAT ONE AMONG THEM WAS A SUPER-POWERED **MUTANT!**

LUCKILY FOR **HIM** -- OR PERHAPS, FOR **THEM** -- THE MUTANT **FLED,** RATHER THAN FACE THEIR WRATH!

MEANWHILE, SCENES LIKE THIS ARE BEING ENACTED ACROSS THE **COUNTRY!**

I watch the T.V. and I MARVEL.

It's like there are TWO WORLDS existing at once -- the world of HEROES and MONSTERS they show here on "It's Amazing" --

-- a world I catch a glimpse of every time I see the HUMAN TORCH flying above the Manhattan skyline --

-- and the one the REST of us live in, where a frail old woman has to work her fingers raw mending WORN-OUT CLOTHES --

-- because there isn't any MONEY to buy new ones.

IN THE MIDWEST --

YOU'VE BECOME SO ***MOODY,*** PETER - YOU HAVE SUCH A NICE ***SMILE,*** BUT I NEVER SEE IT ANY MORE.

THERE'S NOT MUCH TO SMILE ***ABOUT,*** AUNT MAY --

-- WHAT WITH UNCLE BEN DYING, WITH OUR MONEY TROUBLES -- AND ME NOT BEING ABLE TO HELP OUT, BECAUSE I'M STILL IN ***SCHOOL*** --

TSK-TSK, PETER! YOU SOUND LIKE YOU'RE OLDER THAN ***I*** AM!

YOU'RE TOO ***YOUNG*** TO BE SO SERIOUS -- YOU SHOULD ***LAUGH,*** HAVE ***FUN,*** ENJOY YOUR YOUTH!

THE HOUSE USED TO BE SO ***LOUD*** WHEN YOU BROUGHT YOUR FRIENDS HOME FROM SCHOOL -- ALL THAT RUNNING AND SHOUTING --

-- BUT THEY NEVER SEEM TO ***COME OVER*** ANY MORE.

YOU'RE SO BRIGHT, SO FRIENDLY -- SURELY YOU HAVE ***LOTS*** OF FRIENDS...

I have nothing in COMMON with that boy on the TV screen --

IT'S... IT'S NOT THAT SIMPLE, AUNT MAY...

I'm not being chased by a BLOODTHIRSTY MOB --

-- I'm not cut off from the rest of humanity by an accident of BIRTH --

-- but still --

-- I think I know just how he FEELS...

I get out of the house after that, after Aunt May thinks I've gone to SLEEP.

Surely, somewhere in this city there must be a MUGGING to prevent, an ACCIDENT to stop --

-- something that'll make me feel like I BELONG somewhere --

-- and then my SPIDER-SENSE goes off --

OOOF!

-- but it takes me by surprise and I don't react FAST enough --

-- I try to recover as quickly as I can, to be ready for ANYTHING --

-- but --

Huh?

THE AMAZING ***SPIDER-MAN,*** huh?

GOTTA SAY -- YOU LOOKED PRETTY ***SILLY*** --

-- WITH YOUR BUTT IN THE AIR LIKE THAT AND YOUR LEGS GOING EVERY ***WHICH WAY!***

WHO -- WHO ARE ***YOU?***

WHY DID YOU ***ATTACK*** ME?

YOUR VOICE -- I ***KNEW*** IT!

YOU'RE A ***KID*** -- A KID LIKE ***ME!***

I NEVER ***MET*** ANOTHER SUPER-POWERED KID BEFORE! COME ON --

-- LET'S ***GO SOMEWHERE*** AND ***TALK!***

I never met another super-powered kid before EITHER.

I've never met a super-powered ANYTHING --

-- and I've got a ZILLION questions --

DO YOUR *FOLKS* KNOW? WHAT CAN YOU *DO*, EXACTLY? HOW'D IT *HAPPEN?*

HOW CAN YOU BE SURE IT WON'T *GO AWAY?* WHAT ABOUT SCHOOL? DO YOU THINK OUR POWERS GIVE US A RESPON --

WHOA, *WHOA, WHOA!* ONE AT A *TIME*, BIG-EYES!

GEEZ, I THOUGHT *I'D* BE THE ONE ASKING ALL THE QUESTIONS, YOU BEING A *TV STAR* AND ALL!

OKAY, SORRY -- IT'S JUST -- THIS IS SO *EXCITING*, MEETING SOMEONE ELSE LIKE ME.

ONE AT A TIME, THEN: HOW'D YOU GET YOUR *POWERS?*

MY NAME'S *JOEY PULASKI* --

"-- IT'S SHORT FOR JOSEPHINE, BUT DON'T *EVER* CALL ME THAT! I WAS BORN 'WRONG' SOMEHOW -- SOMETHING *MISSING* IN MY DNA.

"THEY TRIED ALL KINDS OF TREATMENTS -- *CHEMICALS*, *RADIATION*, ANYTHING THEY THOUGHT MIGHT *HELP* --

"-- AND THEN, WELL, SOMETHING *DID!*

"THEY'RE NOT SURE WHAT IT *WAS*, SINCE THEY'D TRIED SO MANY THINGS -- BUT I GOT BETTER -- *REAL* BETTER --

-- AND I DIDN'T TELL ANYBODY ABOUT THE *ENERGY* STUFF OR THEY'D NEVER HAVE LET ME OUT. I JUST ACTED HEALTHY SO I COULD GO HOME.

WHAT ABOUT *YOU?*

I don't tell her my REAL NAME -- I haven't told ANYONE who's under this mask yet --

-- but I tell her the rest, and --

HAHAHAHA!

A RADIOACTIVE SPIDER? A NO-FOOLIN', REALIO-TRULIO RADIOACTIVE SPIDER?

THAT'S SO DUMB!

COME ON -- LET'S MOVE! LET'S DO SOMETHING!

EVER SINCE I GOT OUT OF THE HOSPITAL -- I NEVER WANT TO SIT STILL AGAIN!

We race from CENTRAL PARK to WALL STREET -- play tag between the SKYSCRAPERS -- tell the dumbest jokes we know --

-- and I can actually FEEL myself relaxing. For the first time since Uncle Ben died --

-- I feel like a KID again.

School doesn't CHANGE --

DID YOU HEAR ABOUT PARKER? HE ASKED A PARAMECIUM TO THE SPRING FLING --

-- BUT HE GOT TURNED DOWN -- IT HAD TO WASH ITS FLAGELLAE THAT NIGHT!

HA! GOOD ONE, JASON... I THINK...

-- but I don't CARE.

I've got a FRIEND.

She's not a GIRLFRIEND or anything like that --

-- she's FIFTEEN, but sometimes it's more like she missed being twelve, so she's CATCHING UP on it --

-- but it's great to have someone to SHARE things with.

I'm thinking of telling her my REAL NAME -- and I know Aunt May would like it if she came by after SCHOOL or something --

-- and then I wonder --

-- have I been having TOO MUCH fun recently? Have I been ignoring my RESPONSIBILITIES?

What would UNCLE BEN think--?

WHAT? BUT YOU CAN'T QUIT!

WE'RE JUST HAVIN' A SLOW PERIOD, GRACE -- WE'LL BE FINE! I NEED YOU TO --

LOOK, Mr. SHIFFMAN, I'M SYMPATHETIC, OKAY? I HOPE YOU PULL OUT OF IT. BUT YOU HAVEN'T PAID ME FOR WEEKS--

-- AND I'M TIRED OF HIDING YOU FROM MOB LEGBREAKERS TRYING TO COLLECT ON YOUR GAMBLING DEBTS.

I'M TIRED OF DUCKING THE RENT COLLECTOR, AND I'M ESPECIALLY TIRED OF ALL THOSE STUPID SPIDER-MAN IMITATORS ANSWERING THAT AD YOU PLACED.

THERE'S YOUR LATEST STACK OF DEATH-THREATS --

-- I'M HISTORY.

BUT --

GREAT. WHAT DO I DO NOW?

IF I ONLY COULD'VE GOT SPIDER-MAN TO COME BACK -- THAT'D FIX EVERYTHING! A COUPLE OF BOOKINGS FOR HIM, AND I'D BE BACK ON TOP.

JUST A COUPLE OF BOOKINGS --

RRING RRING

SHIFFMAN.

DOUG! HOW'S EVERYTHING AT "IT'S AMAZING"?

YEAH, YEAH, I KNOW I PROMISED YOU SPIDER-MAN -- I KNOW YOU WANT HIM ON THE SHOW --

-- AND I CAN DELIVER -- YOU'VE JUST GOTTA GIVE ME A LITTLE MORE T --

NOK NOK

IS THIS THE *AGENCY?*

HOLD ON A SEC, DOUG.

Uh, LOOK FELLA --

-- I'M NOT *AUDITIONING* SPIDER-MEN. I ONLY WANT THE REAL THING. AND THAT COSTUME'S ALL *WRONG* ANYWAY. NOW IF YOU DON'T MIND, I'M ON --

Oh...

...I THINK YOU'VE GOT TIME TO *TALK* TO ME...

Uh... LOOK, DOUG, LEMME GET *BACK* TO YOU.

I THINK -- I THINK I MAY *HAVE* SOMETHING FOR YOU...

I'm still wondering if I'm really being as responsible as I COULD be --

-- FURTHER EQUIPMENT FAILURES AT THE TROUBLE-PLAGUED BUILDING SITE IN MID-MANHATTAN.

-- when I get an IDEA.

THE BUILDING, A MUCH BALLYHOOED **LUXURY OFFICE TOWER,** HAS FALLEN **MONTHS** BEHIND SCHEDULE --

-- THANKS TO A SERIES OF MYSTERIOUS **ACCIDENTS** AND **SETBACKS** -- MISSING SUPPLIES, EQUIPMENT FAILURES --

-- EVEN ONCE, A **BULLDOZER** WAS SOMEHOW TRANSPORTED TO THE TOP OF THE UNFINISHED STRUCTURE AND LEFT PRECARIOUSLY BALANCED THERE.

SOME ARE CALLING THE BUILDING'S TROUBLES **DELIBERATE SABOTAGE,** OR EVEN **MOB**-RELATED ACTIVITY.

If I staked out that BUILDING, to find out who's been causing these accidents -- and put a STOP to them --

-- THAT'D be pretty helpful --

IT WAS ONLY TEN DAYS AGO THAT **SPIDER-MAN** RESCUED A CONSTRUCTION WORKER AS HE PLUMMETED FROM THE --

And BEST of all --

-- I wouldn't have to do it ALONE!

HIYA, SPIDEY! WHAT'RE WE GOING TO DO *TODAY?*

WELL, I HAD THIS *IDEA...*

WHAT?! ARE YOU NUTS?!

Huh? WHAT'D I SAY? JOEY!

OF ALL THE STUPID--!

WAIT! HOLD IT A MINUTE!

STUPID...

STUPID!

KASSZ

HUH?!

That GLASS -- if it hits those PEDESTRIANS, it'll tear them apart!

Luckily, I'm close enough to sling a WEB-BARRIER --

OHMIGOD!

HE -- HE SAVED US!

Huh?

WH--

-- but by then Joey's already in the middle of FIFTH AVENUE --

CRAZY--!

WHAT THE--?!

SKREEEEEEEE

JOEY, STOP IT!

YOU'RE ENDANGERING PEOPLE'S *LIVES!* JOEY!

KRASH

JOEY, THERE MIGHT BE *KIDS* ON THAT BUS--!

JOEY -- STOP WRECKING THINGS FOR ONE SECOND AND TELL ME WHAT'S WRONG!

WRONG? IT'S YOU -- THAT'S WHAT'S WRONG!

Huh?

I THOUGHT YOU'D LOOSEN UP, RELAX A LITTLE, BUT NO -- IT'S ALL THE TIME RESPONSIBILITY THIS AND DUTY THAT --

-- AND IT'S ALL SO FREAKING BORING!

NOW YOU WANT TO KEEP THAT STUPID BUILDING SAFE --

-- WELL, WHO DO YOU THINK'S BEEN MESSING WITH IT IN THE FIRST PLACE?!

WHAT? YOU -- YOU MEAN, YOU--?

I WAS JUST HAVING SOME FUN, PLAYING AROUND --

-- AND THERE'S THIS GUY GIVES ME A LITTLE POCKET MONEY TO PAY SPECIAL ATTENTION TO THAT BUILDING, GIVE 'EM KIND OF A HARD TIME --

AND NOW THERE'S A BIG JOB COMING UP THERE, AND I WAS GOING TO ASK IF YOU WANTED IN ON IT, TO MAKE SOME DOUGH -- BUT AFTER THIS, FORGET IT!

BUT -- THE *DAMAGE* YOU'RE DOING -- YOU'RE HURTING PEOPLE'S *LIVELIHOODS* -- YOU ALMOST *KILLED* THAT MAN WHO FELL --

Even as I say it, I know she's not LISTENING -- that I'm not getting THROUGH to her --

THAT'S JUST *DUMB!* I COULD'VE SAVED THAT GUY IF *YOU* HADN'T SHOWN UP!

I'M *SICK* OF YOU! ALL YOUR *MORALIZING,* ALWAYS BEING A *WET BLANKET!*

IF YOU DON'T KNOW HOW TO HAVE ANY *FUN* --

-- THEN I DON'T WANT TO *HANG OUT* WITH YOU ANY MORE!

GOOD-BYE AND GOOD RIDDANCE!

I --

I --

What have I DONE?

I tell myself she can't be RIGHT -- and damaging that crane, making that man fall --

-- that was definitely WRONG.

But even Aunt May --

-- she said I was too SERIOUS, that I never smile --

Could Joey be RIGHT?

Am I too HARD on myself -- pushing myself to make up for Uncle Ben's death out of GUILT, not responsibility?

Or am I just making EXCUSES? What Joey's doing IS wrong -- it's just WRONG --

PETER?

PETER PARKER, I DON'T THINK YOU'VE HEARD A WORD I'VE SAID--!

-- but maybe I'm going too far in the other DIRECTION --

If I could be more like she WANTS me to be, maybe she'd meet me halfway -- stop doing such DANGEROUS STUFF --

I've done ENOUGH, haven't I? I've saved enough lives to make up for UNCLE BEN, right?

And I DON'T KNOW --

-- I don't know if I can STAND to be that lonely again.

HEY, THERE'S PARKER -- IN A *FOG*, AS ALWAYS!

WELL, *THIS* OUGHTTA SNAP HIM OUT OF IT!

HEY, PARKER -- ***HEADS UP!***

FAPP

H-huh?

I'm not thinking about what I'm DOING --

-- I'm just suddenly TIRED of being the outsider -- of being everyone's FALL GUY.

If this is all they CARE about, then this is what they'll GET!

HERE'S YOUR ***BALL***, TINY! TRY TO KEEP A BETTER ***GRIP*** ON IT NEXT TIME!

DID -- YOU -- ***SEE*** -- THAT?!

HE CAUGHT IT WITHOUT ***LOOKING*** AT IT! AND HE ARROWED IT BACK -- LIKE A ***BULLET!***

HEY, ***PARKER!*** C'MON OVER -- WE COULD ***USE*** ANOTHER MAN!

Within minutes, they've ACCPTED me -- I'm just part of the GAME.

I could DO this, I could fit right in --

--be what THEY want me to be, instead of what I want --

WHAT -- WHAT *IS* THIS?!

SOMEBODY PINCH ME -- I GOTTA BE ***DREAMIN'!*** PUNY PARKER PLAYING ***FOOTBALL?***

DID THEY CHANGE THE LAWS OF ***REALITY*** WHILE I WASN'T ***LOOKIN'***, OR WHAT?

HE'S NOT HALF ***BAD***, FLASH! SHOW 'IM, PETE!

I --

I could fit in -- we could be FRIENDS again --

-- and all I have to do is play by FLASH THOMPSON'S rules. To be one of HIS group.

AW, ***FORGET*** IT.

PETE--?

I stew about it until it's dark and then I go looking for TROUBLE.

THE HUT

Maybe I can find some CROOKS. Maybe I can stop them from doing something CRIMINAL.

Maybe they'll look like FLASH.

Trouble is, crooks don't look a whole lot different from ANYONE ELSE.

This is one of the MOST DANGEROUS sections of town, but the people down there --

-- they could be the worst kind of MOBSTERS -- or they could be angels in HUMAN FORM, for all I know.

GOTTA CALL IT A ***NIGHT***, JAKE. EARLY DAY TOMORROW -- AN' WORKIN' ON HIGH STEEL AIN'T FORGIVIN' OF ANY ***HANGOVERS!***

CALL IN ***SICK***, THAT'S WHAT YOU GOTTA DO. TRUST ME -- LAST PLACE YOU WANNA BE IS THAT ***BUILDING SITE.***

WORD I HEAR, ALL THE TROUBLES THEY'VE BEEN HAVIN' ARE COMIN' TO A ***HEAD*** TOMORROW --

-- AN' EITHER THE BOSSES ARE GONNA PLAY BALL WITH SOME ***"OUTSIDE INTERESTS"*** -- OR THERE MAY BE NO BOSSES ***LEFT...***

IF THEY'RE TALKING ABOUT THE BUILDING I ***THINK*** THEY'RE TALKING ABOUT --

-- THEN THAT'S GOT TO BE --

-- Joey's "BIG JOB."

SAVE YOURSELF, CARSTAIRS.

RIGHT NOW, THIS IS YOUR BUILDING. BUT YOU'VE GOT TWO CHOICES HERE --

-- GO INTO PARTNERSHIP WITH MY EMPLOYER --

-- OR WATCH THIS BUILDING BECOME YOUR TOMBSTONE.

I WON'T -- YOU CAN'T --

HOW ABOUT ANSWER "C" -- NONE OF THE ABOVE?!

H-Huh?

I KNOW, I KNOW -- I DIDN'T GET AN INVITATION TO YOUR LITTLE PARTY!

BUT YOU WERE PLAYING SUCH FUN GAMES, I JUST HAD TO JOIN IN!

SPIDER-MAN?!

I TOLD YOU I DIDN'T WANT YOU AROUND ANY MORE!

YEAH, WELL, I'M FUNNY THAT WAY. I DON'T LIKE TO SEE MY FRIENDS THREATENING TO KILL SOMEBODY!

WE CAN ARRANGE THAT YOU NEVER HAVE TO SEE IT AGAIN, SPIDER-MAN!

PULASKI --

--KILL HIM!

FINE!

ZZAKK

JOEY, STOP! THINK ABOUT WHAT YOU'RE DOING!

THE MISTAKES YOU'RE MAKING -- YOU'RE MESSING UP YOUR WHOLE LIFE!

COME ON, JOEY --

-- YOU REALLY DON'T WANT TO DO THIS!

But she doesn't LISTEN.

ZKAT

JOEY!

JOEY -- YOU'RE CRUSHING ME --!

I manage to get one ARM free --

THWIP

-- and that's ENOUGH.

HE'S FREE! GET HIM!

And I tell myself I did all I COULD.

I tell myself that I'm her FRIEND -- that I'm trying to HELP her --

KLOP

ZAK

KAM

ZAM

-- that no matter how I WISH things were -- right here and right now, she's got to be STOPPED.

I TELL myself that --

-- but I can barely SEE her through my TEARS.

BRAK

The guy in the suit -- and his sidemen -- took a POWDER while I was fighting Joey.

So she's the only one to arrest when the COPS arrive.

She refuses to tell them who HIRED her.

Uh, JOEY -- I JUST WANTED TO **SAY** --

-- MAYBE THERE WAS SOMTHING WRONG WITH THOSE ***TREATMENTS*** -- MAYBE THE ***DOCTORS*** CAN FIND A WAY TO --

SHUT UP! YOU JUST **SHUT UP!**

I HATE YOU! I HATE YOU! I HATE YOU!

And I TELL myself --

I HAVE ***UNDERESTIMATED*** SPIDER-MAN.

I THOUGHT I COULD ***DISMISS*** HIM, BUT HE'S PROVEN HIMSELF MORE ***FORMIDABLE*** THAN THAT.

HIS ACTIONS HAVE SET US ***BACK*** -- NOT STOPPED US, BUT ***DELAYED*** US. THAT BUILDING ***WILL*** BE MINE, ALONG WITH ANYTHING ***ELSE*** I CARE TO TAKE.

AND IT IS INEVITABLE THAT IN ***TIME*** -- ONCE I AM READY TO TAKE MY ***TRUE PLACE*** IN THE SCHEME OF THINGS --

-- SPIDER-MAN'S PATH AND MINE WILL ***CROSS AGAIN.***

I WILL HAVE TO OBSERVE HIM ***CAREFULLY*** --

-- AND ***PLAN*** FOR THAT DAY...

-- I tell myself I did the RIGHT THING.

And I DID. I KNOW I did...

But...

TO BE CONTINUED

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